THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS AMENDING FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS AMENDING FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

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TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 257.
FILED, DECEMBER 4th. 1964.

TEX-SOL EXPLORATIONS LIMITED
Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1167 dated August 5, 1964.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(a) Acquisition of seventeen unpatented mining claims in Langmuir Township in the Porcupine Mining Division of Ontario. (b) Resignation of director and appointment of new director.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	Delete reference to William Langridge, Jr., who has resigned as a Director and substitute: Director: Joseph M. McDaniel, Jr., 44 East 623rd Street, New York, N.Y., Secretary and Director of Ford Foundation.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 5,000,000 shares of $1.00 par value Issued: 2,200,001 shares.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Hevenor & Co., on behalf of Prosser Investments Limited, has exercised the following options (see Amending Filing Statement No. 231): 200,000 shares at 30 cents; 200,000 shares at 35 cents; 200,000 shares at 40 cents. The only option remaining unexercised covers 200,000 shares at 45 cents per share.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payment in cash or securities of the Company is to be made, or has been made, to any promoter or finder in connection with the Langmuir Township property acquisition.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company intends to perform diamond drilling in Ogden Township as recommended by the Company's consultant, and to continue the exploration programmes on its other Timmins area properties recommended in the Report of Dr. S. S. Szetu dated August 11, 1964 (see Amending Filing Statement No. 231). The Company also intends to carry out geophysical surveys on its newly acquired Langmuir Township claims as recommended by Dr. Szetu in his Report dated December 1st, 1964, parts of which are reproduced herewith.
10. Brief statement of company's chief development work during past year.	The Company has completed a geophysical survey in Ogden Township, Porcupine Mining Division, at a cost of $3,048.20. The Company is now conducting geophysical surveys in Mountjoy and Godfrey Townships, Porcupine Mining Division.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Vendor is Gino Cicci, 623 Hart Street, Timmins, Ontario. The consideration is $7,500 and 200,000 treasury shares, of which 180,000 shares will be placed in escrow subject to release on the prior consents of the directors, the Toronto Stock Exchange and the Canadian Stock Exchange.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	The only person other than the vendor having any interest in the vendor consideration is Robert Gordon, 28 Third Avenue, Timmins, Ontario. The vendor has optioned the 180,000 escrowed shares for two years to Prosser Investments Limited, 62 Richmond Street West, Toronto, at one-fifth of the market price for free shares. Prosser is owned by George D. Richmond, 22 Elfreda Blvd., Scarborough, and Allan B. Block, 21 Dale Avenue, Toronto, both officers and directors of Tex-Sol.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	150,000 shares are held in escrow, subject to release on the prior consents of the directors and the Toronto Stock Exchange and the Canadian Stock Exchange.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	August Mitto, Val d'Or, Quebec - 150,000 shares. Mitto is the beneficial owner, subject to the option described in Amending Filing Statement No. 231.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The Company shares are now in primary distribution. There are no other material facts.

DATED December 2nd, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TEX-SOL EXPLORATIONS LIMITED

"G.D. Richmond" Per _____ CORPORATE SEAL
President

"A.B. Block" _____
Secretary-Treasurer

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TEX-SOL EXPLORATIONS LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD AUGUST 1ST, 1964 TO NOVEMBER 25TH, 1964

Source of funds			
Sale of capital stock			$270,004.00
Application of funds			
Purchase of mining claims, Porcupine Mining Division, Ontario		$ 7,030.00	
Exploration and development expenditures:			
Geophysical survey, Ogden Township, Ontario	$3,048.20		
Deposit, geophysical survey, Mountjoy and Godfrey Townships, Ontario	2,000.00		
Engineer's fees	500.00		
Taxes and licenses	301.00		
Maps and reports	267.24	6,116.44	
General and administrative expenditures:			
Supplementary letters patent	$ 835.20		
Stock exchange fees and expenses	929.46		
Stock exchange listing fee	1,750.00		
Legal and audit	3,100.00		
Shareholders' information and meeting expense	739.72		
Transfer agent's fees	429.08		
General and office expenses	272.73		
Directors' fees	925.00		
Accounting and secretarial fees	700.00		
Share certificate expense	565.93		
Donations	1,000.00	11,247.12	24,393.56
Increase in Working Capital			$245,610.44

Working Capital Changes	July 31st, 1964	November 25th, 1964	Increase (Decrease) in Working Capital
Current assets			
Cash	$ 610.26	$247,968.90	$247,358.64
Current liabilities	626.32	2,374.52	(1,748.20)
Working Capital	$ (16.06)	$245,594.38	$245,610.44

Approved on behalf of the Board of Directors:

George Richmond Pres
(Director)

GEOLOGIST'S REPORT

Note - The following are excerpts from a report by S.S. Szetu, Ph.D., Consulting Geologist, dated December 1st, 1964, on mining claims located in Langmuir Township, Porcupine Mining Division, District of Timmins, Province of Ontario. A complete copy of this report is on file with the Toronto Stock Exchange.

This report describes your '7-claim property located in Langmuir Township, Porcupine Mining Division, District of Timmins, Ontario. The property has possibilities, and warrants a program of surface exploration.

PROPERTY, LOCATION AND ACCESS -

The property consists of the following seventeen (17) contiguous, unpatented mining claims, located in Langmuir Township, Porcupine Mining Division, Ontario:

P-79653 and P-79654;

P-79286 to P-79300, inclusive.

These claims were staked in November, 1964, following the announcement that McWatters Gold Mines Ltd. had pulled a lively nickel in the second hole of the company's current drilling program in the township (The Northern Miner, November 19, 1964, Page 12).

The claims form a rectangular block two and three claims north-south and five and six claims east-west, with the north boundary lying on the township line between Langmuir and Carman Townships,

CERTIFICATE

I, S. S. SZETU, of Willowdale, in the Province of Ontario, hereby certify:

1. THAT I reside at 36 Whittaker Crescent, Willowdale, Ontario, and am a Consulting Geologist. My office is located at Suite 427, 12 Richmond Street East, Toronto, 1, Ontario.

2. THAT I hold a Degree of B. Sc. in Geology, 1941, from National Sun Yat Sen University, China, and a Degree of Ph. D. in Geology, 1954, University of Toronto, and that I have been practising my profession in geological and geophysical explorations since graduation.

3. THAT I am a Fellow of the Geological Association of Canada, Member of the Mineralogical Association of Canada, the American Geophysical Union and The Canadian Institute of Mining and Metallurgy (Toronto Branch).

4. THAT I have no interest directly or indirectly, nor do I expect to receive any interest directly or indirectly in any securities issued by Tex-Sol Explorations Limited or in the property referred to in the accompanying report.

5. THAT the accompanying report is based on a study of Government geological and geophysical reports and maps; my personal geological and geophysical experiences in neighbouring Eldorado, Shaw and Carman Townships.

GEOLOGICAL ASSOCIATION OF CANADA
S. S. SZETU, Ph.D.
FELLOW

S. S. SZETU, Ph.D.,
Consulting Geologist.

Dated at Toronto, Ontario,
this 1st day of December, 1964.

GEOLOGIST'S REPORT

Note - The following are excerpts from a geophysical survey report by S.S. Szetu, Ph.D., Consulting Geologist, dated November 18th, 1964, on a nine claim property located in Ogden Township, District of Cochrane, Porcupine Mining Division, Province of Ontario. A complete copy of this report is on file with the Toronto Stock Exchange.

LOCATION AND ACCESS -

The nine claims are located at the southwest part of Ogden Township. Access can be readily had by a motor-road from Timmins, for about 10 miles, to the west part of the property. This road runs through the west part of the property, and is known as the Wawaitin Falls Road.

GEOLOGY AND MINERAL OCCURRENCES -

The Timmins-Porcupine Camp is known for its long period of gold production and the recent development in base metals. The area is characterized by a regional Destor-Porcupine Fault which is associated with numerous gold occurrences. According to Map 2046, 1964, Ontario Department of Mines, the western part of this regional fault runs east-westerly, about half-a-mile to the north of the block of claims here concerned. This block of claims covers part of a geologically unknown area which is located between sediments to the west and basic volcanics to the east. A small body of ultrabasic intrusive is inferred as cutting the volcanics at the northeast part of the claim group. A small outcrop of acidic intrusive is located at

with the northwest corner close to No. 4 Mile Post.

The location is about 4 miles to the northeast of the area where McWatters Gold Mines Ltd. is currently drilling.

Access can be readily had by helicopter from Timmins, for about 16 miles to the property; or, by boat in the Summertime, through Night Hawk Lake and Night Hawk River, south to Carman Bay (also known as The South Bay of Night Hawk Lake).

Four of the claims of the property are water-claims, covering the eastern part of Carman Bay, in Langmuir Township.

Access can also be had in the Wintertime, from South Porcupine, along a tractor road which leads to the transmission line owned by North Canada Power Company. This transmission line runs southeasterly across the township, and crosses at a point about 2-1/2 miles from the west boundary of the property.

CONCLUSIONS AND RECOMMENDATIONS -

The property is located at a short distance from a zone of ultrabasic intrusives which are known to have nickel mineralization, and a favourable section is now under development by McWatters Gold Mines Ltd.

The property is located outside of that interesting zone of ultrabasic intrusives, but within an area where the geology is unknown. Nevertheless, it is favourable for the occurrence of base metals(other than nickel)and/or gold. Weak magnetic variations indicated in the property area could be significant for the occurrence of such mineralization.

I recommend to check the possibility of this property, by a program of ground geophysical survey. The purpose of this geophysical survey, is to outline the structure and the possibility of heavy concentrations of sulphide mineralizations which may be associated with the occurrence of base metals. Favourable indications obtained by this program of geophysical survey,should be tested by diamond drilling. The expenditure involved for this geophysical survey, excluding diamond drilling, is estimated in the order of Four Thousand Dollars ($4,000.00).

Respectfully submitted,

S. S. Szetu, Ph. D.
Consulting Geologist.

SSS:rw

Toronto, Ontario,

December 1st, 1964.

about two claims to the east. Porphrytic type of acidic intrusives are commonly associated with gold mineralisation. Small masses of serpentine associated with ultrabasic intrusives in the vicinity, have been found to carry threads of asbestos.

According to a geological map of this township, published by the Ontario Department of Mines, to a scale of 1 inch to 1/4 mile, there are two outcrops of porphrytic dikes located at about two claims

CONCLUSIONS AND RECOMMENDATIONS -

The geophysical survey has encountered no indication of appreciable concentrations of conductive minerals such as sulphides on the property. However, the survey has outlined, on the ground, a very strong magnetic zone which is inferred as indicating a body of ultrabasic rock with local concentrations of magnetite and intruding greenstone. The general geology as well as the magnetic data, indicate the possibilities of having other country rocks to the south of this inferred ultrabasic intrusive. One particularly interesting location is located between the boundaries of Claims P-59347 and P-59349.

I recommend to explore this location, by two diamond-drill holes with a total core length of 1,000 feet, for the possibility of gold and other non-conductive minerals. The locations of these two diamond-drill holes are plotted on the plan accompanying this report, and described as follows:

D.D.H.No. 1, to be located at Line 21E., 500 feet north, drill north at a dip of -40° for a core length of 500 feet.

D.D.H.No. 2, to be located at Line 21E., 800 feet north, drill north at a dip of -40° for a core length of 500 feet.

Since the geophysical work has obtained in excess of one year's assessment for the property, and the Company has three other blocks of properties in the Timmins Area, one of which -- "Block No.2" -- is located at only about 4-1/2 miles to the north of this property, I recommend to wait until the geophysical survey work has been completed on the above-mentioned "Block No. 2", before carrying out this said exploration program of diamond drilling.

Respectfully submitted,

GEOLOGICAL ASSOCIATION OF CANADA
S. S. SZETU, Ph.D.
FELLOW

S. S. Szetu, Ph.D.,
Consulting Geologist.

SSS:rw
Encl.

Toronto, Ontario,
November 18th, 1964.